

**CERTIFIED COPY OF RESOLUTION OF THE BOARD OF DIRECTORS OF
GRAND NEW OFFICE INDUSTRIES, INC.
AUTHORIZING THE FILING OF PETITION UNDER
CHAPTER 7 OF THE BANKRUPTCY CODE**

"RESOLVED: whereas the assets of the corporation are less in value than the amount of its total liabilities; the corporation is unable to meet its obligations as they mature, and

WHEREAS it is apparent that the business of the corporation cannot be operated profitably and that a continuation of the business of the corporation will result in certain creditors receiving preferences, and in a substantial dissipation of the assets of the corporation. Now, therefore,

BE it resolved that a Petition under Chapter 7 of the Bankruptcy Code be filed by the corporation and that **CARLOS F. GONZALEZ RODRIGUEZ** is and hereby is authorized to execute on behalf of the Corporation all instruments and pleadings required by law for the purpose of the filing of the petition under Chapter 7 of the Bankruptcy Code and be it further resolved,

THAT GRAND NEW OFFICE INDUSTRIES, INC., be and hereby is authorized to pay unto the Clerk of Courts all necessary filing fees required by law, and, be it further resolved,

THAT JUAN C. BIGAS VALEDON, be employed to act as counsels for the corporation in such bankruptcy proceedings."

THE undersigned hereby certifies that he is the President of the Corporation and has in his possession the corporate records of said corporation; that the above is a true and correct copy of a resolution adopted by the Board of Directors of said corporation at a duly constituted meeting held on Dec 7/09 in accordance with its corporate regulations; that a quorum was present at said meeting; that the said resolution has not been revoked, modified, annulled, or amended in any manner whatsoever.

IN witness whereof, I have hereunto set my hand and affixed the seal of said corporation, this

SEAL OF THE CORPORATION

SECRETARY OF THE CORPORATION

I, Hazeluz Alvarez Gonzalez, of legal age, married, Secretary of GRAND NEW OFFICE INDUSTRIES, INC. D/B/A G.N.O.I. LOGISTICS, a resident of San Juan, Puerto Rico, do hereby make solemn oath that the statements contained in the foregoing document are true according to the best of my knowledge and belief. In San Juan, Puerto Rico, this December 7th, 2009

AFFIDAVIT NUMBER: 19335

SUBSCRIBED AND SWORN to before me this December 7, 2009 by Hazeluz Alvarez of legal age, married, and resident of San Juan, Puerto Rico, to me personally known, on this same date, I Attest:

NOTARY PUBLIC